

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: COMPUTE NORTH HOLDINGS, INC., <i>et al.</i>,¹ Debtors.	§ § § § § § § § §	Chapter 11 Case No. 22-90273 (MI) (Jointly Administered) Adequate Assurance Objection Deadline: November 7, 2022 at 8:00 a.m. CST. See Dkt. No. 256.
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**BOOTSTRAP ENERGY, LLC's AND CORPUS CHRISTI
ENERGY PARK, LLC's OBJECTION AND RESERVATION OF OBJECTIONS TO
ANY ASSUMPTION AND ASSIGNMENT OF ALLEGED EXECUTORY CONTRACTS
FOR LACK OF ADEQUATE ASSURANCE PURSUANT TO 11 U.S.C. § 365(b)(1)(C)**

TO THE HONORABLE MARVIN ISGUR,
UNITED STATES BANKRUPTCY JUDGE:

NOW COME BOOTSTRAP ENERGY, LLC ("BE") and CORPUS CHRISTI ENERGY
PARK, LLC ("CCEP") (collectively, "Counterparties") creditors and contract counterparties in
the above-captioned jointly administered Chapter 11 cases (collectively, the "Bankruptcy Case")
and submit this *Objection and Reservation of Objections to any Assumption and Assignment of*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Compute North Holdings, Inc. (4534); Compute North LLC (7185); CN Corpus Christi LLC (5551); CN Atoka LLC (4384); CN Big Spring LLC (4397); CN Colorado Bend LLC (4610); CN Developments LLC (2570); CN Equipment LLC (6885); CN King Mountain LLC (7190); CN Minden LLC (3722); CN Mining LLC (5223); CN Pledgor LLC (9871); Compute North Member LLC (8639); Compute North NC08 LLC (8069); Compute North NY09 LLC (5453); Compute North SD, LLC (1501); Compute North Texas LLC (1883); Compute North TX06 LLC (5921); and Compute North TX10 LLC (4238). The Debtors' service address for the purposes of these chapter 11 cases is 7575 Corporate Way, Eden Prairie, Minnesota 55344.

Alleged Executory Contracts for Lack of Adequate Assurance pursuant to 11 U.S.C. § 365, and in support thereof would show the Court as follows:

1. The above captioned case was filed on September 22, 2022 (the “Petition Date”) and an order directing joint administration was entered shortly thereafter. The Debtors continue to operate as debtors in possession.

2. Debtors are parties to three (3) potential executory contracts with Counterparties:

- i) February 24, 2022 asset purchase agreement between BE and Compute North, LLC for the purchase of two (2) Siemens transformers;
- ii) May 12, 2022 agreement (CN PO#000226) between BE and Compute North, LLC for the purchase of a 345 kilovolt transformer through Toshiba/Transformadores e Serviços de Energia das Americas; and
- iii) March 16, 2022 “Agreement between Owner and Design-Builder – Lump Sum,” inclusive of all change orders and notices issued thereunder (collectively, the “Executory Contracts”).

3. Pursuant to the Final Sale Procedures Order, any objection to a proposed assumption and/or assignment of an executory contract for lack of adequate assurance of future performance must be filed no later than 8:00 a.m. on November 7, 2022.

4. As of this deadline, no notice of any proposed assumption and assignment of any of the Executory Contracts has been served or filed with the Court.

5. Regardless, Counterparties intend to and hereby reserve their right to object to any proposal for the assumption and assignment of any of the Executory Contracts for lack of adequate assurance of future performance pursuant to 11 U.S.C. § 365(b)(1)(C).

6. Counterparties furthermore reserve all their respective rights to object to any designation of any of the Counterparties' respective contracts as being an "executory contract"; to object to any proposed cure amounts thereto; and to demand or object to any showing of adequate assurance of future performance of any proposed executory contract.

For the reasons set forth above, Counterparties object and reserve further objections to assumption and assignment of the Executory Contracts and any other executory contracts they may have with any of the Debtors, and ask that the Court deny the Debtors authority to assume and assign any of Counterparties' potentially executory contracts absent Debtors' and/or any proposed assignee's satisfaction of all prerequisites for assumption and assignment under 11 U.S.C. § 365, including showing adequate assurance of future performance, and for all further relief to which they show themselves justly entitled.

Dated: November 6, 2022.

Respectfully submitted,

/s/Robert C. Rowe

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Corpus Christi Energy Park, LLC***

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was served on all parties receiving notice via the Court's ECF system in this case, as well as on all required parties per the Final Sale Procedures Order, on this 6th day of November, 2022.

/s/Robert C. Rowe
Robert C. Rowe